

Stillman Exhibit 14

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DAN HARKABI,
GIDON ELAZAR,

Plaintiff,

vs.

SANDISK CORPORATION,

Defendant.

08 Civ. 8203 (WHP) (THK)

ECF Case

DECLARATION OF SCOTT DILLON

I, Scott Dillon, hereby declare as follows:

1. I submit this declaration in response to plaintiffs' request for an exact digital copy of the hard drives of Dan Harkabi's and Gidon Elazar's SanDisk-issued laptops. All of the facts set forth herein are known to me personally, and if called as a witness, I could and would testify competently thereto.

2. My business address is 601 McCarthy Boulevard, Milpitas, California, 95035, SanDisk's corporate offices.

Job Responsibilities

3. I joined SanDisk in or about April 2003 as Director of IT Global Operations. I held this position until approximately November 2007, when I became SanDisk's Senior Director of IT Global Infrastructure Services. I have held this position since that time.

4. As Director of IT Global Operations, I was responsible for all of SanDisk's data backup and recovery functions, desktop support and Data Center operations, and SanDisk's Help Desk. I was also responsible for preservation of data from terminated employees' computers. As Senior Director of IT Global Infrastructure Services, I have maintained these duties and taken on additional responsibilities for SanDisk's infrastructure architecture, information security and

compliance, information technology service management, and network and voice technologies.

SanDisk's General Computer Data Retention Practices

5. When a SanDisk employee is terminated, SanDisk's standard practice is to send the terminated employee's computer to the Help Desk. The computer is held at the Help Desk for approximately thirty days. Generally, after the thirty-day period, the computer is imaged, cleaned, and reissued. Computer images are preserved on file servers at SanDisk headquarters, located at 601 McCarthy Boulevard, Milpitas, California, 95035. During the thirty-day period, however, the Help Desk may receive a request to preserve the computer in its current state. When the Help Desk receives such a request, the computer is stored in a locked cage at SanDisk headquarters until permission is granted to take further action.

6. SanDisk file servers undergo a five-step back-up process every week. The first step entails a full back up, which is done every weekend. Over the course of the week, the servers undergo four incremental back ups, which preserve files that have been added since the previous back up. The full cycle is repeated every week. Completed backup tapes are sent to Iron Mountain, an outside vendor, for preservation. Iron Mountain confirms receipt of each tape. Tapes of full backups are preserved indefinitely. Tapes of incremental backups are preserved for two weeks. This backup and preservation process was in effect when plaintiffs' laptops were imaged and it is still in effect today.

Computer Data Retention in this Litigation

7. Plaintiffs in this case, Daniel Harkabi and Gidon Elazar, terminated their employment with SanDisk on or about March 1, 2007.

8. On March 8, 2007, I received an e-mail from then-SanDisk Vice President and Associate General Counsel Megan Comport requesting that Harkabi's and Elazar's laptops

remain secured and untouched. I contacted the Help Desk and confirmed that we possessed Harkabi's and Elazar's laptops and that the laptops had not been modified since Harkabi's and Elazar's termination. I replied to Megan Comport's e-mail confirming that we possessed Harkabi's and Elazar's laptops and that they were untouched. A true and accurate copy of this e-mail exchange is attached as Exhibit A.

9. On March 9, 2007, I received an e-mail from Tom Baker, SanDisk's Senior Vice President of Human Resources, listing the terminated employees whose computers were to remain secured and untouched. This list included Harkabi and Elazar. I forwarded the list to Gurpreet Sahni, a Help Desk employee whom I supervise, and instructed him to ensure that Harkabi's and Elazar's laptops would remain secured and untouched. A true and accurate copy of my e-mail to Sahni is attached as Exhibit B.

10. On April 13, 2007, I received an e-mail from Tom Baker asking whether Harkabi's and Elazar's computers remained secured. I forwarded Baker's inquiry to the Help Desk. On April 16, 2007, Gurpreet Sahni replied to my e-mail, confirming that Harkabi's and Elazar's computers were still secured. A true and accurate copy of this e-mail exchange is included as Exhibit C.

SanDisk's Efforts to Locate Plaintiffs' Laptop Images

11. In or around February 2009, SanDisk conducted a manual search of the twelve file servers where plaintiffs' laptop images had likely been stored. The search included a review of every folder on each of these servers. The review took approximately five days to complete.

12. Following the initial review of twelve SanDisk file servers, multiple smaller-scale reviews of the same servers were conducted over a period of several months, effectively replicating the initial full-scale search of all twelve servers.

13. On information and belief, in or around August 2009, SanDisk conducted a wide-ranging search of relevant servers and backup tapes. This included reviewing a 700 gigabyte catalog of backup tapes as well as an index of all available laptop images. SanDisk spent approximately 50-60 hours conducting these searches.

14. Despite SanDisk's good faith efforts, images of plaintiffs' laptops have not been found. SanDisk has been unable to determine why plaintiffs' laptop images were not contained on either the SanDisk servers or the SanDisk backup tapes.

15. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

EXECUTED this 22nd day of September, 2009, at Milpitas, California.



Scott Dillon

EXHIBIT A

From: Scott Dillon <Scott.Dillon@sandisk.com>
Sent: Thursday, March 8, 2007 3:31 PM
To: Megan Comport <Megan.Comport@sandisk.com>
Cc: Tom Baker <Tom.Baker@sandisk.com>
Subject: RE: Attorney-Client Privileged and Confidential - Laptops for SCS team

Confirmed that laptops for the following our in our possession and have not been touched.

Dan Harkabi
Gidi Elazar
Hemi Weingarten

Need to know if there are any others ASAP.

Thanks

Scott Dillon
Director, Worldwide IT Operations
Global Infrastructure Services

SanDisk Corporation
601 McCarthy Blvd
Milpitas, CA 95035
Phone: (408) 801-1377
Fax: (408) 801-8558
E-mail: scott.dillon@sandisk.com

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From: Megan Comport
Sent: Thursday, March 08, 2007 3:06 PM
To: Scott Dillon
Cc: Tom Baker
Subject: Attorney-Client Privileged and Confidential - Laptops for SCS team
Importance: High

Attorney-Client Privileged and Confidential

Scott-

Please make sure the laptops for Dan Harkabi, Gidi Elazar and any other person on the SCS team who was let go as part of the RIF are not touched and are kept secure. Tom can give you the list of individuals. The information on those laptops may be needed for litigation purposes.

Thanks.

--Megan

Megan R. Comport
Vice President and Associate General Counsel
SanDisk Corporation
601 McCarthy Boulevard
Milpitas, CA 95035
Tel: 408-801-1371
Fax: 408-801-8551
megan.comport@sandisk.com

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EXHIBIT B

Franklin, Daniel

From: Scott Dillon [Scott.Dillon@sandisk.com]
Sent: Thursday, September 03, 2009 5:24 PM
To: dfrankin@omm.com
Subject: FW: Attorney-Client Privileged and Confidential - Laptops for SCS team

Attorney-Client Privileged and Confidential

Scott Dillon | Senior Director, Global Infrastructure Services | Worldwide Information Technology | SanDisk | T: 408.801.1377 | C: 408.221.2216

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-----Original Message-----

From: Scott Dillon
Sent: Wednesday, August 26, 2009 11:12 AM
To: Julie Liedtke
Subject: FW: Attorney-Client Privileged and Confidential - Laptops for SCS team

FYI

Scott Dillon | Office of the CIO, Worldwide Information Technology | SanDisk | T: 408.801.1377 | C: 408.221.2216

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-----Original Message-----

From: Scott Dillon
Sent: Friday, March 09, 2007 3:12 PM
To: Gurpreet Sahni
Cc: John Zahnen; Brian Bretz
Subject: FW: Attorney-Client Privileged and Confidential - Laptops for SCS team

G.

Please ensure that machines for these folks are put aside and not touched.

Sent by GoodLink (www.good.com)

-----Original Message-----

From: Tom Baker

9/22/2009

Sent: Friday, March 09, 2007 03:09 PM Pacific Standard Time
To: Megan Comport; Scott Dillon
Subject: RE: Attorney-Client Privileged and Confidential - Laptops for SCS team

The entire list of names is:

Dan Harkabi
Gidi Elazar
Robert O'Hara
Jennifer Moore Evans
Nehemiah (Hemi) Weingarten
Rama Landman (office manager in Israel...probably nothing significant on her computer and it's in Israel)

Tom

From: Megan Comport
Sent: Thursday, March 08, 2007 3:06 PM
To: Scott Dillon
Cc: Tom Baker
Subject: Attorney-Client Privileged and Confidential - Laptops for SCS team
Importance: High

Attorney-Client Privileged and Confidential

Scott-

Please make sure the laptops for Dan Harkabi, Gidi Elazar and any other person on the SCS team who was let go as part of the RIF are not touched and are kept secure. Tom can give you the list of individuals. The information on those laptops may be needed for litigation purposes.

Thanks.

--Megan

Megan R. Comport
Vice President and Associate General Counsel
SanDisk Corporation
601 McCarthy Boulevard
Milpitas, CA 95035
Tel: 408-801-1371
Fax: 408-801-8551
megan.comport@sandisk.com

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9/22/2009

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EXHIBIT C

From: Tom Baker <Tom.Baker@sandisk.com>
Sent: Monday, April 16, 2007 2:56 PM
To: Megan Comport <Megan.Comport@sandisk.com>
Subject: FW: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

We asked IT to hold the computers for employees who are likely to be in a dispute with us including Dan and former MDRM, plus Robert O'Hara and Jennifer Moore Evans.

The initial request did not include Karin Tessone, who joined just 6 months ago and is not really involved in any of the pending issues, so unfortunately her laptop has been cleaned and redeployed.

We also have not received back Jennifer Moore Evans laptop. I asked that packing materials be sent to all remote employees back in early March, but I am not 100% sure that they included Jennifer. I can send her an email that we want the laptop and that her severance is contingent on us getting it back (although she may not care about severance if she has decided to pursue legal actions already). Let me know if you think I should send that reminder email to her.

Tom

-----Original Message-----

From: Scott Dillon
Sent: Monday, April 16, 2007 12:15 PM
To: Tom Baker
Subject: FW: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Tom, FYI

Scott Dillon
Director, Worldwide IT Operations
Global Infrastructure Services

SanDisk Corporation
601 McCarthy Blvd
Milpitas, CA 95035
Phone: (408) 801-1377
Fax: (408) 801-8558
E-mail: scott.dillon@sandisk.com

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-----Original Message-----

From: Gurpreet Sahni
Sent: Monday, April 16, 2007 11:42 AM
To: Scott Dillon
Cc: John Zahnen; Eric Bell
Subject: RE: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Hello Scott,

We have system from

NehemiahWeingarten
Gidon Elazar
Dan Harkabi
Robert O'Hara

And they are on Hold.

We never got anything back from Jennifer Moore Evans.

We used Karin Tessone laptop for U3 employee.

Thanks

Gurpreet Sahni
Help desk
gsahni@sandisk.com
x 14357

-----Original Message-----

From: John Zahnen
Sent: Sunday, April 15, 2007 4:25 PM
To: Gurpreet Sahni; Eric Bell
Subject: FW: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Please confirm

John T. Zahnen
Help Desk Manager
SanDisk, Corporation
601 McCarthy Boulevard
Milpitas, CA 95035
jzahnen@sandisk.com
(408) 801-1707 (phone)
(408) 628-2355 (cell)

-----Original Message-----

From: Scott Dillon
Sent: Saturday, April 14, 2007 1:06 PM
To: John Zahnen
Cc: Gurpreet Sahni
Subject: FW: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Please confirm.

Sent by GoodLink (www.good.com)

-----Original Message-----

From: Tom Baker
Sent: Friday, April 13, 2007 06:21 PM Pacific Standard Time
To: Scott Dillon
Subject: FW: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Scott,

Can you confirm that you have the computers from the following people and that they have not been "purged". We want them to be kept separately and maintained as is.

Thanks

Tom

NehemiahWeingarten
Gidon Elazar
Dan Harkabi
Jennifer Moore Evans
Robert O'Hara
Karin Tessone

From: Megan Comport
Sent: Thursday, April 12, 2007 4:45 PM
To: Tom Baker; Judy Bruner; Yoram Cedar; Sharon Matsumura
Cc: Dan Alberti (dalberti@mwe.com)
Subject: Attorney/Client Privileged and Confidential - Do Not Destroy Memo (HR)

Attorney/Client Privileged and Confidential Attorney Work Product

Attached please find a Do Not Destroy Memo related to potential litigation involving SanDisk. Please read and comply with the attached, and note that you may need to forward to others in your group.

Let me know if you have any questions.

Thanks.

--Megan

Megan R. Comport
Vice President and Associate General Counsel SanDisk Corporation
601 McCarthy Boulevard
Milpitas, CA 95035
Tel: 408-801-1371
Fax: 408-801-8551
Megan.Comport@sandisk.com <blocked::mailto:Megan.Comport@sandisk.com>

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